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*Proposed Counsel for Official
Committee of Tort Claimants*

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

In re:

PG&E CORPORATION

-and-

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG& E Corporation
- ☐ Affects Pacific Gas and Electric Company
- ☒ Affects both Debtors

**All papers shall be filed in the Lead Case,
No. 19-30088 (DM)*

Bankruptcy Case
No. 19-30088 (DM)

Chapter 11
(Lead Case)
(Jointly Administered)

**EX PARTE APPLICATION FOR
ORDER EXTENDING TIME FOR
HEARING ON MOTION OF DEBTORS
PURSUANT TO 11 U.S.C. §§ 105(a), 363,
AND 503(c) FOR ENTRY OF AN ORDER
(I) APPROVING SHORT-TERM
INCENTIVE PLAN AND (II)
GRANTING RELATED RELIEF (ECF
NO. 782)**

Telephonic Hearing:
Monday, March 18, 2019
2:00 p.m. (Pacific Time)

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3 The Official Committee of Tort Claimants (hereafter, the “**TCC**”), representing the largest
4 group of stakeholders in the above-captioned chapter 11 cases of PG&E Corporation and Pacific
5 Gas and Electric Company (collectively, the “**Debtors**” or “**PG&E**”), by and through undersigned
6 counsel, submits this application (“**Application**”) to this Court on an *ex parte* basis, pursuant to
7 Rule 9006(b) of the Federal Rules of Bankruptcy Procedure (“**Bankruptcy Rules**”) and Rule 9006-
8 1 of the Bankruptcy Local Rules for the Northern District of California (the “**Local Rules**”), for
9 entry of an order extending the time for hearing and for the TCC to file its opposition to the Motion
10 of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363, and 503(c) for Entry of an Order (I) Approving
11 Short-Term Incentive Plan and (II) Granting Related Relief (“**Motion**”) (ECF No. 782).¹ In support
12 of this Motion, the Debtors respectfully submit the Declaration of Catherine E. Woltering (the
13 “**Woltering Decl.**”), filed contemporaneously herewith.

14 **Summary of Argument**

15 By the Motion, the Debtors seek to pay employees certain incentive payments according to
16 their 2019 STIP. At the same time, PG&E has balked at demands to pay for safety measures, or to
17 pay settlements to those harmed by its inadequate safety measures. In response to the Motion, the
18 TCC has noticed depositions of the Debtors, and wishes to use that information in its opposition to
19 the Motion. The Debtors have scheduled the depositions, but only agreed to extend the TCC’s time
20 to respond to the Motion by 48 hours, giving the TCC less than 24 hours after the last deposition
21 to draft a response. The TCC now brings this Application.

22 **Background**

23 On March 6, 2019, the Debtors filed a notice (the “**Notice**”) (ECF No. 785) noticing their
24 Motion for a hearing (the “**Hearing**”) before the Court at 9:30 a.m. on March 27, 2019. Responses
25 to the Motion are due on March 20, 2019.

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¹ Capitalized terms used but not defined herein have the meanings given to them in the Motion.

On March 12, 2019, the TCC filed its Initial Objection to the Debtors' Motion Pursuant to 11 U.S.C. §§ 105(a), 363, and 503(c) for Entry of an Order (I) Approving Short-Term Incentive Plan and (II) Granting Related Relief ("**Initial Objection**") (ECF No. 847).

On March 12, 2019, the TCC served notice on the Debtors that it sought to depose the two individuals submitting declarations in support of PG&E's Motion, Dinyar Mistry and Douglas J. Frisk (collectively, the "**Declarants**") on Monday March 18, 2019. *See* Woltering Decl. at ¶ 2.

On Wednesday, March 13, 2019, proposed counsel for the TCC began discussions with proposed counsel for the Debtors regarding scheduling the depositions of the Declarants. Woltering Decl. at ¶ 3. At this time, proposed counsel for the Debtors indicated they could not produce the Declarants for deposition on Monday, March 18, 2019, but could produce Dinyar Mistry on Tuesday March 19, 2019 at 12:00 p.m. (Pacific Time) and Douglas J. Friske on Thursday March 21, 2019 at 12:00 p.m. (Pacific Time). *See* Woltering Decl. at ¶ 3. Thus, at least one of the two requested depositions would occur after the Wednesday, March 20, 2019 deadline to file responses to the Motion.

Accordingly, proposed counsel for the TCC requested that Debtors consent to an extension of the briefing schedule for the Motion in order to allow TCC sufficient time to take the noticed depositions and prepare its opposition. The TCC suggested that the Hearing be adjourned from March 27, 2019, to April 10, 2019, which is the next omnibus hearing date. Woltering Decl. at ¶ 4. The Debtors rejected the TCC's suggestion and instead offered to extend the TCC's response date to Friday, March 23, 2019, one day after the last deposition concluded. Woltering Decl. at ¶ 4. Proposed counsel to the TCC did not agree to the Debtors' offer because it did not provide enough time to draft an opposition. Woltering Decl. at ¶ 5.

As of the date hereof, Debtors have not consented to the TCC's request. Woltering Decl. at ¶ 9. Nor has proposed counsel for the Debtors provided any basis for why the Motion must proceed on the current schedule. *See id.* at ¶ 6.

Good Cause Exists for Entering an Order Extending Time

Bankruptcy Rule 9006(b) and Local Rule 9006-1(c) permit a court to extend time to respond to a motion for cause shown. As this Court is aware, PG&E's lack of expenditures on safety

1 measures have caused the loss of life, property and public safety, and as a result, PG&E has been
2 under severe public scrutiny. Now, PG&E is requesting to pay bonuses according to the 2019 STIP.
3 The information gleaned from the noticed depositions is critical to determining whether the Debtors
4 are properly making payments under the 2019 STIP. Yet the Debtors refuse to provide the TCC
5 with sufficient time to file a meaningful and reasoned opposition to the Motion. The Debtors have
6 provided no indication as to the reasons for their urgency. Nothing in their papers have indicated
7 why the Hearing cannot wait two weeks in order for the parties to obtain information from the
8 Debtors' own Declarants. To the contrary, this Motion has great significant for victims, PG&E
9 employees, including union employees, and creditors. *See* Peter Eavis and Ivan Penn, *Home in*
10 *Ashes, They're Forced to Fight for Share of PG&E Money*, N.Y. Times, March 15, 2019.² It should
11 not be rushed.

12 The TCC is not asking for anything extraordinary. The TCC respectfully requests that the
13 Court adjourn the Hearing to the next omnibus hearing date, April 10, 2019, and extend the briefing
14 schedule for the Motion to allow the TCC sufficient time to draft its opposition to the Motion.

15 The TCC respectfully submits that the relief requested herein will not materially prejudice
16 the Debtor or other interested parties.

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² <https://www.nytimes.com/2019/03/14/business/energy-environment/pge-bankruptcy-claims.html>

Conclusion

For the foregoing reasons, the TCC is requesting that Court enter an order: (i) extending the time for the TCC to file an opposition to the Motion by eight (8) days to 4:00 p.m. (Pacific Time) on March 28, 2019; (ii) extending the Debtor's time to file a reply in support of the Motion, if any, to 4:00 p.m. (Pacific Time) on April 4, 2019; and (iii) adjourning the Hearing currently set for March 27, 2019 at 9:30 a.m. (Pacific Time) by fourteen (14) days to April 10, 2019 at 9:30 a.m. (Pacific Time).

Dated: March 15, 2019

BAKER & HOSTETLER LLP

By: /s/ Robert A. Julian
Robert A. Julian

*Proposed Attorneys for The Official
Committee of Tort Claimants*

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Exhibit A
[PROPOSED] Order

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In re:

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(I) APPROVING SHORT-TERM
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NO. 782)**

1 Upon the *ex parte* Application (the “**Application**”), dated March 15, 2019, of the Official
2 Committee of Tort Claimants (hereafter, the “**TCC**”) pursuant to Rule 9006(b) of the Federal Rules
3 of Bankruptcy Procedure (“**Bankruptcy Rules**”) and Rule 9006-1 of the Bankruptcy Local Rules
4 for the Northern District of California (the “**Local Rules**”), for entry of an order, in the above-
5 captioned chapter 11 cases (the “**Chapter 11 Cases**”) of PG&E Corporation and Pacific Gas and
6 Electric Company (collectively, the “**Debtors**” or “**PG&E**”), extending the time for hearing and
7 for the TCC to file its opposition to the Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363,
8 and 503(c) for Entry of an Order (I) Approving Short-Term Incentive Plan and (II) Granting Related
9 Relief (“**Motion**”) (ECF No. 782); and the Declaration of Catherine E. Woltering filed
10 contemporaneously therewith; and the Court having considered the evidence presented in
11 connection therewith; and it appearing that there are sufficient grounds to extend the date for the
12 TCC’s opposition to the Motion and to adjourn the hearing on the Motion; and good cause
13 appearing therefor:

14 **IT IS HEREBY ORDERED THAT:**

- 15 1. The Application is granted.
- 16 2. The TCC’s opposition to the Debtors’ Motion must be filed with the Bankruptcy
17 Court and served parties for whom service is required no later than 4 p.m. (Pacific Time) on March
18 28, 2019.
- 19 3. The Debtors’ reply brief, if any, must be filed with the Bankruptcy Court and served
20 on any objectors and their counsel and such other persons upon whom service is required no later
21 than 4 p.m. (Pacific Time) on April 4, 2019.
- 22 4. The Motion will be heard on April 10, 2019 at 9:30 a.m. (Pacific Time) in the
23 courtroom of the Honorable Dennis Montali, United States Bankruptcy Judge, Courtroom 17, 16th
24 Floor, 450 Golden Gate Avenue, San Francisco, California 94102.

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26 **END OF ORDER**
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